

Statement on remuneration to the executive management of Akastor

This statement has been prepared by the board of directors of Akastor ASA on 18 March 2020 in accordance with the Norwegian Public Limited Liability Companies Act section 6-16a. The statement contains guidelines and main principles for the company's remuneration to its executive management.

This statement has been prepared as a separate document to be presented and processed at the company's annual general meeting to be held 15 April 2020. The guidelines for remuneration to executive personnel apply to the financial year 2020. Any deviations from the guidelines shall be decided by the board of directors of Akastor ASA, and the reason for such deviations shall be included in the minutes of the board meeting.

The company's annual report provides more detail on the remuneration received by members of the executive management in 2019.

General

The main purpose of the executive remuneration is to encourage a strong and sustainable performance-based culture, which supports growth in shareholder value.

Compensation to the executive management has a fixed element that includes a base salary which pursuant to the company's benchmarking is competitive with other investment companies. In addition, the executive management has variable remuneration, as further described in this statement. All variable pay shall be subject to a cap.

The remuneration to the executive management shall be recommended by the CEO and approved by the board of directors of Akastor ASA on an annual basis. The same principles for executive wage settlement will be applied in 2020.

Benefits

The executive management participates in the standard employee, pension and insurance plan applicable to all employees in the company. No executive personnel in Akastor has performance-based pension plans and there are no current loans, prepayments or other forms of credit from the company to its executive management. No members of the executive management are part of any option- or incentive programs other than what is described in this statement.

Share purchase programs

As agreed by the board of directors in December 2018, the executive management took part in a corporate share purchase program that was completed in Q1 2019. Both the CEO and the (former) CFO (L. Borge) purchased shares under this program and which are subject to a three-year lock-up period during which the acquired shares may not be sold or otherwise disposed of.

Performance based remuneration

In addition to the fixed compensation set out above, the executive management (as well as other members of the corporate organization) participates in a variable pay program. The objective of the program is to incentivise the management to contribute to sound financial results for the company, recruit and retain key personnel as well as executing leadership in accordance with the company's values and business ethics. The potential payment under the variable pay program is set individually, with 100 percent of the annual base salary as the maximum.

The payments under the variable pay program are determined based on three components:

- a) Development of Akastor ASA's share price
- b) Delivery of certain key financial, operational and strategic targets for Akastor
- c) Delivery of personal performance objectives during the year

Since the variable pay program for the executive management is partly linked to the development of the Akastor ASA share price, it requires approval by the general meeting and the guidelines will thereafter be binding.

Further, the executive management may be offered additional variable pay arrangements going forward which differs from the ordinary variable pay program described above. The variable pay arrangements offered to the executive management may in its entirety be linked to the development of the company's share price. The executive management may from time to time be granted a discretionary variable pay.